

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Debtor.

SIPA LIQUIDATION

Adv. Pro. No. 08-1789 (BRL)

Substantively Consolidated

IRVING H. PICARD, Trustee for the Liquidation of Bernard
L. Madoff Investment Securities LLC,

Plaintiff,

v.

HSBC BANK PLC, *et al.*,

Defendants.

Adv. Pro. No. 09-1364 (BRL)

**DECLARATION OF LaSHANN M. DeARCY IN SUPPORT OF DEFENDANT
PRIMEO FUND'S MOTION TO WITHDRAW THE REFERENCE**

I, LaSHANN M. DeARCY, declare:

1. I am a member of the Bar of the State of New York and admitted to practice before this Court. I am an attorney at the law firm Morrison & Foerster LLP, counsel for defendant Primeo Fund ("Primeo").
2. I submit this declaration in support of Primeo's motion to withdraw the reference, and to put before the Court documents referred to in the Memorandum of Law in Support of Primeo's Motion to Withdraw the Reference.
3. Attached hereto as *Exhibit A* is a true and correct copy of the Redacted Amended Complaint by Irving Picard, Trustee for the Liquidation of Bernard L. Madoff Investment Securities LLC in *Picard v. HSBC et al.*, Adv. Pro. No. 09-1364 (BRL) (Bankr. S.D.N.Y.), filed December 5, 2010.

4. Attached hereto as *Exhibit B* is a true and correct copy of the Transcript of the Oral Argument in *Picard v. Katz*, No. 11-cv-03605 (JSR) (S.D.N.Y.), dated July 1, 2011.

5. Attached hereto as *Exhibit C* is a true and correct copy of the Order Granting Defendants' Motion to Withdraw the Reference in *Picard v. Katz*, No. 11-cv-03605 (JSR) (S.D.N.Y.), dated July 5, 2011.

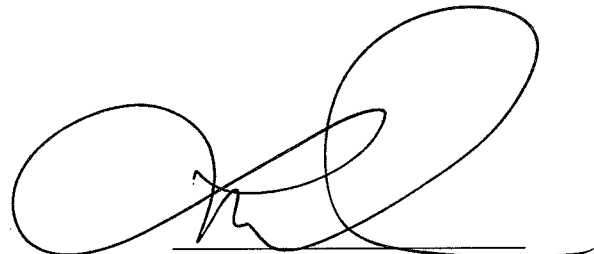
6. Attached hereto as *Exhibit D* is a true and correct copy of the Memorandum of Law in Opposition to Herald Fund SPC's Motion to Dismiss the Second Amended Complaint in *Picard v. Herald Fund et al.*, Adv. Pro. No. 09-1359 (BRL) (Bankr. S.D.N.Y.), filed November 13, 2009.

7. Attached hereto as *Exhibit E* is a true and correct copy of the Memorandum of Law in Opposition to Motion by Defendants Ariel Fund Ltd. and Gabriel Capital LP to Dismiss the Second Amended Complaint in *Picard v. Merkin et al.*, Adv. Pro. No. 09-1182 (BRL) (Bankr. S.D.N.Y.), dated February 24, 2010.

8. Attached hereto as *Exhibit F* is a true and correct copy of the Erratum and Order Granting Defendants' Motion to Withdraw the Reference in *Picard v. Kohn*, 11 Civ. 1181 (JSR) (S.D.N.Y.), dated Sept. 6, 2011.

I declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the foregoing is true and correct.

Executed: September 19, 2011
New York, New York



LaShann M. DeArcy